

(Securities Code 8136)

August 7, 2020

To Shareholders:

Tomokuni Tsuji
President and CEO
Sanrio Company, Ltd.
1-6-1, Osaki, Shinagawa-ku, Tokyo

NOTICE OF THE 60TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

You are cordially invited to attend the 60th Ordinary General Meeting of Shareholders of Sanrio Company, Ltd. (the “Company”). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights either in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders that follow this notice. You may indicate your approval or objection to each of the proposals in the enclosed Voting Right Exercise Form and mail it so that it will reach us before 6 p.m. on Tuesday, August 25, 2020. Alternatively, you may exercise your voting rights at the website for the exercise of voting rights (<http://www.evotetr.mufg.jp/>) by the same deadline.

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| 1. Date and Time: | Wednesday, August 26, 2020 at 2 p.m.
(The reception desk will open at 1 p.m.. The financial settlement and audit of some overseas subsidiaries have been delayed as a result of the spread of COVID-19, and the meeting has consequently been rescheduled from late June.) |
| 2. Place: | Grand Prince Hotel Takanawa (Prince Room)
3-13-1, Takanawa, Minato-ku Tokyo,
(In the event that the hall is filled, you will be shown to the adjacent second conference hall. We ask for your understanding.) |
| 3. Meeting Agenda: | |
| Matters to be reported: | 1. The Business Report, Consolidated Financial Statements and the results of audits conducted by the Accounting Auditor and the Board of Executive Auditors of the Consolidated Financial Statements for the Company’s 60th Fiscal Year (April 1, 2019 - March 31, 2020)
2. Non-Consolidated Financial Statements for the Company’s 60th Fiscal Year (April 1, 2019 - March 31, 2020) |
| Proposals to be resolved: | |
| Proposal: | Election of Fourteen (9) Directors |

Please review the attached documents for the matters to be reported, and the Reference Documents for the General Meeting of Shareholders regarding the description of proposals.

4. Matters decided on in connection with the convening of the meeting:

Please see the [Instructions on the Exercise of Voting Rights] on the following page.

A notice concerning COVID-19 can be found on the following page.
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- To prevent the spread of COVID-19, while the General Meeting of Shareholders will be held with appropriate preventive measures in place, we strongly urge shareholders to exercise their voting rights in advance in writing or via the Internet if at all possible and to avoid attending the meeting. Once attendance reaches the capacity of the meeting site, subsequently arriving shareholders may be refused entry.

- Persons attending the meeting will have their temperature checked near the entrance, and anyone who has a fever, appears to be ill, or is not wearing a mask may be refused entry.

- The proceedings of the General Meeting of Shareholders will be streamed live on the Internet. Live streaming will take place on August 26, 2020 from 2:00 p.m. until the conclusion of the meeting.

How to watch the meeting: When you access the live streaming site, a confirmation window will be displayed.

Enter “sanrio” as the user name and “soukai” as the password.

General Meeting of Shareholders live streaming site:

<https://www.sanrio.co.jp/special/shareholders/>

- Please note that gifts including Lucky Draw prizes will not be provided and a “Character Meet ‘n’ Greet” will not be conducted.

- Please also be aware that there will not be any special operations at Sanrio Puroland.

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1. In the event a revision is made to the Reference Documents for the General Meeting of Shareholders, business reports, non-consolidated financial statements or consolidated financial statements, the revised contents will be posted on the Company's website (<http://www.sanrio.co.jp/english/corporate/ir/stock/>).
 2. When attending the meeting, please present the enclosed Voting Right Exercise Form at the reception desk at the meeting hall. In the interest of conserving resources and saving time, please make sure to bring this shareholders' convention notice to the meeting. Should you fail to bring the form with you, you may experience some delay at the reception desk before gaining admission to the meeting.
 3. The company's head office functions have been relocated to 1-11-1, Osaki, Shinagawa-ku, Tokyo, but there is no change to the registered head office address.

[Instructions on the Exercise of Voting Rights]

1. Duplicate exercise of voting rights in writing and via the Internet

If you vote both in writing and via the Internet, only your vote placed via the Internet will count as valid.

2. Duplicate exercise of voting rights via the Internet

If you exercise your voting right multiple times via the Internet, only your last vote will count as valid. Similarly, if you vote at the website designated for personal computers and again at the website designated for mobile phones, only your last vote will count as valid.

3. Exercise of voting rights via the Internet

If you choose to vote via the Internet, please read the following before voting.

If you are attending the meeting in person, you do not need to take any steps for voting in writing or via the Internet.

(1) Website for the exercise of voting rights

- (i) Your voting rights can be exercised via the Internet only by accessing the website designated by the Company for the exercise of voting rights (<http://www.evotetr.mufg.jp/>) from a personal computer, smartphone or mobile phone.

(Please note that processing is halted between 2 a.m. and 5 a.m. daily.)

- (ii) Certain Internet environments may not allow you to exercise your voting rights from a personal computer or a smartphone. This may occur if you use a firewall for Internet connections, have anti-virus software installed, use a proxy server, or if you do not permit Encrypted transmission supported by TLS.
- (iii) To ensure security, exercise of voting rights is not possible using mobile phone models that do not support TLS-encrypted transmission and transmission of terminal ID information.
- (iv) Voting via the Internet is accepted until 6 p.m. on Tuesday, August 25, 2020. However, we encourage you to vote early so that you may contact the Help Desk in case you encounter any problems.

- (2) Instructions for exercising voting rights via the Internet
- (i) Exercise of voting rights using a personal computer or mobile phone
- Please visit the Company's designated website for the exercise of voting rights (<https://evote.tr.mufg.jp>) and use the log-in ID and temporary password provided on the Voting Right Exercise Form. Vote for or against the proposals by following the on-screen instructions.
 - Please note that shareholders using this website will be asked to change their temporary passwords while at the website to prevent unauthorized access and alteration of votes by third parties who are not our shareholders.
 - You will be issued a new log-in ID and a temporary password each time a general meeting of shareholders is convened.
- (ii) Exercise of voting rights using a smartphone
- You can use a smartphone to scan the login QR Code indicated on the Voting Rights Exercise Form to connect automatically to the website for the exercise of voting rights and exercise your voting rights on that site (it is not necessary to input a login ID or temporary password).
 - For security reasons, the QR Code can be used to log in only one time. If you scan the QR Code a second or subsequent time, it will be necessary to input a login ID and temporary password.
 - If you are unable to log in using the QR Code with your model of smartphone, please exercise your voting rights using the personal computer or mobile phone voting method indicated in (2)(i) above.
- ※ QR Code is a registered trademark of DENSO WAVE Incorporated.
- (3) Costs of accessing the website for the exercise of voting rights
- Shareholders are solely responsible for all costs incidental to accessing the website for the exercise of voting rights, including Internet connection fees and telephone charges. Use of a mobile phone entails payment for packet transmission and other fees related to mobile phone use. Shareholders are responsible for these costs.
- (4) Methods of receiving notice of meeting
- Shareholders wishing to receive notice of the next and subsequent general meetings of shareholders by e-mail may opt to do so by accessing the website for the exercise of voting rights from a personal computer or a smartphone and indicating their choice. (This option cannot be activated from a mobile phone. Furthermore, mobile phone mail addresses cannot be designated for receiving notices.)

Inquiries Regarding Systems, etc.

Mitsubishi UFJ Trust and Banking Corporation Transfer Agency Department (Help Desk)

Telephone: 0120-173-027 (Between 9 a.m. and 9 p.m., toll free)

Reference Documents for the General Meeting of Shareholders

Proposal : Election of Nine (9) Directors

The term of office of all fourteen (14) directors will expire at the conclusion of this year's Ordinary General Meeting of Shareholders. Accordingly, a reduction in the number of directors by five (5) and reelection of nine (9) incumbent directors is proposed in order to increase the efficiency of operational structures in conjunction with the introduction of an executive officer system.

The candidates are as follows:

No.	Name		Current Positions and Responsibilities in the Company	Board meeting attendance for 60th fiscal year
1	Incumbent	Shintaro Tsuji	Founder and Chairman	100% Attended all the 18 meetings
2	Incumbent	Tomokuni Tsuji	President and Chief Executive Officer Responsible for Marketing Division, Character Creation Department, and Film Coordination Department	100% Attended all the 18 meetings
3	Incumbent	Kazuyoshi Fukushima	Senior Managing Director Division General Manager for License Business Division	100% Attended all the 18 meetings
4	Incumbent	Takahide Nakaya	Managing Director Responsible for Accounting Department	100% Attended all the 18 meetings
5	Incumbent	Saburo Miyauchi	Managing Director Division General Manager for Product Sales Division	100% Attended all the 18 meetings
6	Incumbent	Kosho Nomura	Managing Director Responsible for the Office to the Chairman, Information Systems Management Department, and General Affairs Department	100% Attended all the 18 meetings
7	Incumbent	Jiro Kishimura	Managing Director Responsible for Global Business Department, Deputy General Manager, Cooperate Planning Department	100% Attended all the 18 meetings
8	Incumbent <u>Independent Outside</u>	Norio Kitamura	Director	100% Attended all the 18 meetings
9	Incumbent <u>Independent Outside</u>	Mitsuaki Shimaguchi	Director	94.4% Attended 17 out of the 18 meetings

No.	Name (Date of birth)	Past experience, positions and responsibilities (Significant concurrent positions)	Number of shares of the Company held
1	Shintaro Tsuji (December 7, 1927)	<p>August 1960 President and Chief Executive Officer of Yamanashi Silk Center Co., Ltd. (currently Sanrio Company, Ltd.)</p> <p>February 1984 Chairman and Chief Executive Officer of Kokoro Co., Ltd. (to present)</p> <p>February 1991 President and Chief Executive Officer of Sanrio Communication World Co., Ltd. (currently Sanrio Entertainment Co., Ltd.)</p> <p>February 1991 President, Chairman and Chief Executive Officer of Harmonyland Co., Ltd. (currently Sanrio Entertainment Co., Ltd.)</p> <p>April 2010 Chairman and Chief Executive Officer of Sanrio Entertainment Co., Ltd. (to present)</p> <p>June 2014 President and Chief Executive Officer of Sanrio Entertainment Co., Ltd.</p> <p>July 2020 Founder and Chairman (to present)</p>	2,515,322
<p>Reasons for nomination as candidate for Director:</p> <p>Shintaro Tsuji is the Company's founder and has served as representative director since it was established. He has built up the Company's corporate philosophy and cultivated its corporate culture for many years, and his experience and insight into management overall cannot be replaced. Accordingly, we have reelected him as Candidate for Director.</p>			
2	Tomokuni Tsuji (November 1, 1988)	<p>January 2014 Joined the Company</p> <p>June 2015 Executive Officer, Responsible for Product Planning & Sales Division</p> <p>June 2016 Director, Deputy General Manager, Product Planning & Sales Division</p> <p>June 2017 Senior Managing Director, Responsible for Media Communications Department (currently Marketing Division) (to present), Responsible for Character Creation Department (to present)</p> <p>April 2019 Film Coordination Department (to present)</p> <p>July 2020 President and Chief Executive Officer (to present)</p>	132,747
<p>Reasons for nomination as candidate for Director:</p> <p>As a senior managing director Tomokuni Tsuji played an instrumental role in formulating the company's "Medium-Term Management Plan: Marketing Innovation Project 2021" and establishing the Marketing Division. And as the grandson of the founder, he is a worthy successor to pass on the Company's corporate philosophy, corporate culture and business model. Accordingly, we have elected him as Candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities (Significant concurrent positions)	Number of shares of the Company held
3	Kazuyoshi Fukushima (April 2, 1952)	<p>March 1977 Joined the Company</p> <p>January 1997 General Manager, Commercial Department</p> <p>June 2000 Director and General Manager, Commercial Department</p> <p>April 2002 General Manager, Licensing Department</p> <p>April 2010 General Manager, Product Planning and Sales Division</p> <p>April 2013 Managing Director</p> <p>June 2013 General Manager, Entertainment & Media Contents Division</p> <p>June 2016 Senior Managing Director (to present)</p> <p>April 2020 Division General Manager for License Business Division (to present)</p>	14,518
<p>Reasons for nomination as candidate for Director:</p> <p>Kazuyoshi Fukushima has been involved in the license business for a long time, and has extensive experience in this business as well as insight into management overall. Accordingly, we have reelected him as Candidate for Director.</p>			
4	Takahide Nakaya (December 5, 1953)	<p>March 1978 Joined the Company</p> <p>April 2004 General Manager, Accounting Department</p> <p>June 2004 Director and General Manager, Accounting Department</p> <p>April 2011 Deputy General Manager, Management Strategy Division</p> <p>June 2014 Managing Director (to present) and General Manager, Accounting Department</p> <p>June 2015 General Manager, Administration Division Headquarters</p> <p>June 2020 Responsible for Accounting Department (to present)</p>	7,957
<p>Reasons for nomination as candidate for Director:</p> <p>Takahide Nakaya has been in charge of the accounting division for a long time, and has extensive knowledge and experience related to accounting and finance. He also has insight into management overall. Accordingly, we have reelected him as Candidate for Director.</p>			
5	Saburo Miyauchi (September 4, 1950)	<p>December 1974 Joined the Company</p> <p>April 2006 General Manager, Product Sales Division</p> <p>June 2006 Director and General Manager, Product Sales Division</p> <p>June 2014 Division Managing Director and General Manager, Product Sales Division (to present)</p>	6,729
<p>Reasons for nomination as candidate for Director:</p> <p>Saburo Miyauchi has been in charge of the product sales division for a long time, and has knowledge and experience in retail sales and store operations, the basis for the Company's business. He also has insight into management overall. Accordingly, we have reelected him as Candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities (Significant concurrent positions)	Number of shares of the Company held
6	Kosho Nomura (July 24, 1954)	<p>March 1977 Joined the Company</p> <p>April 2004 General Manager, Franchise Operations</p> <p>June 2007 Division Executive Officer and General Manager, Store Management Division</p> <p>April 2010 General Manager, Store Management Division</p> <p>April 2011 Responsible for Company Reform Office, Management Strategy Division Headquarters, and General Affairs Department.</p> <p>June 2014 Director Deputy General Manager, Administration Division Headquarters Responsible for Office to the President (to present), Character Creation Department (to present), Media Communications Department, and Information Systems Management Department (to present)</p> <p>June 2015 Responsible for General Affairs Department (to present) Deputy General Manager, Management Strategy Division</p> <p>June 2016 Managing Director (to present)</p>	5,081
<p>Reasons for nomination as candidate for Director:</p> <p>Kosho Nomura has been in charge of many divisions, such as the general affairs department and secretarial department, and has achievements in his role as manager of theme park operations. He also has the ability to coordinate across divisions and insight into management overall, and for this reason we have reelected him as Candidate for Director.</p>			
7	Jiro Kishimura (August 1, 1959)	<p>April 1984 Joined The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)</p> <p>June 2011 Executive Officer & General Manager of The Bank of Tokyo-Mitsubishi, Ltd. (currently MUFG Bank, Ltd.)</p> <p>June 2014 Joined the Company Director Deputy General Manager, Management Strategy Division Deputy General Manager, Cooperate Planning Department (to present) Deputy General Manager, Internal Auditing Department</p> <p>June 2015 General Manager, Management Strategy Division Responsible for Overseas Business Department (currently Global Business Department) (to present) Responsible for Executive Management Supervisory Department</p> <p>November 2015 CEO, Sanrio GmbH (to present) CEO, Sanrio Global Ltd. (to present) President & CEO, Sanrio UK Finance Ltd. (to present) President & CEO, Mr. Men Ltd. (to present) President & CEO, THOIP (to present) CEO, Sanrio Global Asia Ltd. (to present)</p> <p>June 2016 Managing Director (to present)</p>	1,117
<p>Reasons for nomination as candidate for Director:</p> <p>Jiro Kishimura has overseas experience in the financial sector, and after he joined the Company, he was in charge of the Cooperate Planning Department and the Global Business Department. Given his insight into management overall, we have reelected him as Candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities (Significant concurrent positions)	Number of shares of the Company held
8	Norio Kitamura (September 25, 1941)	<p>April 1967 Joined Toyota Motor Sales Co., Ltd. (currently Toyota Motor Corporation.)</p> <p>January 1996 President and CEO, Toyota Motor Italia S.p.A.</p> <p>January 2002 Chairman and CEO, Toyota Motor Italia S.p.A. and Chairman, Toyota Espana, S.L.U.</p> <p>June 2006 Director, Japan Post Co., Ltd.</p> <p>October 2007 Chairman and CEO, Japan Post Service Co., Ltd. Adviser, Japan Post Service Co., Ltd. Adviser, Toyota Motor Corporation.</p> <p>June 2014 Director (to present)</p>	2,407
<p>Reasons for nomination as candidate for Outside Director:</p> <p>Norio Kitamura has experience and knowledge gained in managing Toyota Motor Italia and Toyota Espana overseas, and Japan Post Service Co., Ltd. in Japan, which he is expected to utilize in providing advice on the Company's overseas business expansion and in supervising the Group's management overall. Accordingly, we have reelected him as Candidate for Director. He will have served as the Company's Outside Director for six years and two months as of the conclusion of this general shareholder's meeting.</p>			
9	Mitsuaki Shimaguchi (March 31, 1942)	<p>April 1987 Professor of Graduate School of Business Administration, Keio University</p> <p>March 2006 External Director, Lion Corporation</p> <p>April 2007 Professor Emeritus of Keio University (to present) Professor of Graduate School of Hosei University Visiting Professor of Graduate School of Waseda University</p> <p>April 2009 Director, Japan Marketing Association (to present)</p> <p>April 2010 External Auditor, Suntory Holdings Limited</p> <p>April 2012 Professor of Graduate School of Kaetsu University</p> <p>June 2014 External Director, SATO Corporation (to present) Director (to present)</p>	3,023
<p>Reasons for nomination as candidate for Outside Director:</p> <p>Mitsuaki Shimaguchi is an academic who has studied research marketing and is well versed in corporate marketing. We expect that his wide-ranging insights will be utilized in improving the Company's corporate governance and corporate values, and we have reelected him as Candidate for Director. Although he does not have any direct experience participating in corporate management, for the above reasons we have determined that he is capable of properly performing duties as an Outside Director. He will have served as the Company's Outside Director for six years and two months as of the conclusion of this general shareholder's meeting.</p>			

- (Notes)
1. No material conflict of interest exists between the Company and any of the above candidates for Directors.
 2. Unless otherwise noted, the above describes the past experience, positions and responsibilities (significant concurrent positions) of each candidate as they pertain to the Company.
 3. Mr. Norio Kitamura, and Mr. Mitsuaki Shimaguchi are candidates for Outside Directors.
 4. Conclusion of limited liability agreements with outside directors
The company has established a provision in Article 34 of the existing Articles of Incorporation enabling the Company to enter into an agreement with Outside Directors limiting their liability for damages arising from any neglect of their duties, for the purpose of allowing Outside Directors to fully perform their expected roles. Under this provision, limited liability agreements will be agreed with Mr. Norio Kitamura, and Mr. Mitsuaki Shimaguchi should they be appointed as Outside Directors. The agreement sets the minimum liability limit stipulated by law, and states that the directors shall bear that level of responsibility.